

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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 IN RE MERRILL LYNCH & CO., INC. : Master File No.:
 SECURITIES, DERIVATIVE AND ERISA : 07-CV-9633 (LBS)(AJP)(DFE)
 LITIGATION :
 ----- x **ECF Case**
 This Document Relates to: :
 Derivative Action, 07cv9696 (LBS)(AJP)(DFE) : **Electronically Filed**
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NOTICE OF MOTION OF DEFENDANTS CAROL T. CHRIST, ARMANDO M. CODINA, VIRGIS W. COLBERT, ALBERTO CRIBIORE, JOHN D. FINNEGAN, JUDITH MAYHEW JONAS, JOSEPH W. PRUEHER, ANN N. REESE, CHARLES O. ROSSOTTI, E. STANLEY O'NEAL, AHMASS L. FAKAHANY, GREGORY J. FLEMING AND JEFFREY N. EDWARDS TO DISMISS THE VERIFIED, CONSOLIDATED AND AMENDED SHAREHOLDERS' DERIVATIVE COMPLAINT

PLEASE TAKE NOTICE that, upon the annexed Verified, Consolidated and Amended Shareholders' Derivative Complaint in the above-captioned action; the Memorandum of Law in Support of Defendants' Motion to Dismiss the Verified, Consolidated and Amended Shareholders' Derivative Complaint; the accompanying Declaration of Jay B. Kasner, dated July 21, 2008; and all prior papers and proceedings herein, defendants Carol T. Christ, Armando M. Codina, Virgis W. Colbert, Alberto Cribiore, John D. Finnegan, Judith Mayhew Jonas, Joseph W. Prueher, Ann N. Reese, Charles O. Rossotti, E. Stanley O'Neal, Ahmass L. Fakahany, Gregory J. Fleming and Jeffrey N. Edwards will move this Court, before the Honorable Leonard B. Sand, at the Daniel Patrick Moynihan United States Courthouse, 500 Pearl Street, New York, New York 10007, on a date and time designated by the Court, for an Order dismissing the Verified, Consolidated and Amended Shareholders' Derivative Complaint with prejudice pursuant to Fed. R. Civ. P. 23.1 and Fed. R. Civ. P. 12(b)(6), and for such other and further relief as this Court may deem just and proper.

Dated: New York, New York
July 21, 2008

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